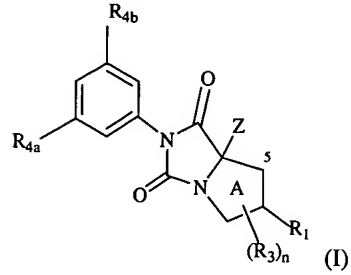
23 (Amended). A compound having the formula (I),



(I)

or a pharmaceutically-acceptable salt thereof, in which:

Z is hydrogen, alkyl, or substituted alkyl, provided that Z is not arylalkyl or heteroarylalkyl;

R_1 is Q-aryl or Q-heteroaryl, wherein Q is -W-$(CH_2)_m$-;

W is selected from –O–, –NR_{10}–, and –S– ~~, –C(=O)–, –CO_2–, and –CH_2–~~ ;

R_3 is attached to any available carbon atom of ring A and at each occurrence is selected independently of each other R_3 from halogen, alkyl, substituted alkyl, alkenyl, alkynyl, nitro, cyano, OR_8, NR_8R_9, CO_2R_8, $(C=O)R_8$, $C(=O)NR_8R_9$, $NR_8C(=O)R_9$, $NR_8C(=O)OR_9$, $OC(=O)R_8$, $OC(=O)NR_8R_9$, SR_8, $S(O)_qR_{8a}$, $NR_8SO_2R_9$, $SO_2NR_8R_9$, aryl, heteroaryl, heterocyclo, cycloalkyl, and keto (=O), provided that when R_3 is attached to the atom designated as the C-5 atom of ring A, then R_3 is not aryl or heteroaryl;

R_{4a} and R_{4b} are selected independently of each other from the group consisting of hydrogen, halogen, alkyl, substituted alkyl, alkenyl, alkynyl, nitro, cyano, hydroxy, alkoxy, substituted alkoxy, phenyloxy, benzyloxy, CO_2H, C(=O)H, amino, alkylamino, substituted alkylamino, CO_2alkyl, (C=O)alkyl, and alkylthio;

R_8 and R_9 (i) selected independently of each other are hydrogen, alkyl, substituted alkyl, alkenyl, alkynyl, alkoxy, cycloalkyl, aryl, heteroaryl, or heterocyclo; or (ii) taken together form a heterocyclo ring;

R_{8a} is alkyl, substituted alkyl, cycloalkyl, aryl, heteroaryl, or heterocyclo;

R_{10} is hydrogen, alkyl, or substituted alkyl;

n is 0, 1, or 2;

q is 1, 2, or 3; and

m is 0, 1, 2, or 3.

24 (Amended). The compound of claim 23, or a pharmaceutically-acceptable salt thereof, wherein:

Z is hydrogen, lower alkyl, or lower alkyl substituted with hydroxy, alkoxy, halogen, cyano, nitro, amino, or alkylamino;

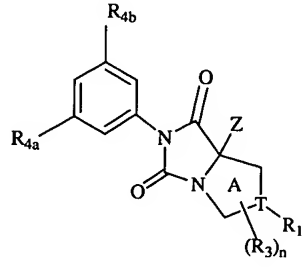
R_3 is attached to any available carbon atom of ring A other than ~~T~~ the carbon to which R_1 is attached and is selected from halogen, alkyl, substituted alkyl, alkenyl, cyano, OR_8, NR_8R_9, CO_2R_8, $(C=O)R_8$, $C(=O)NR_8R_9$, $NR_8C(=O)R_9$, $NR_8C(=O)OR_9$, SR_8, $S(O)_qR_{8a}$, $NR_8SO_2R_9$, $SO_2NR_8R_9$, and keto (=O);

R_{4a} and R_{4b} are selected independently of each other from the group consisting of hydrogen, halogen, alkyl, alkoxy, cyano, nitro, haloalkyl, and haloalkoxy;

R_8 and R_9 selected independently of each other are hydrogen or alkyl, and R_{8a} is alkyl; and

n is 0 or 1.

29 (Amended). A compound having the formula (Ia),



(Ia)

or a pharmaceutically-acceptable salt thereof, in which:

Z is hydrogen, alkyl, alkyl substituted with hydroxy, halogen, cyano, amino, or alkylamino; or when R_1 together with an R_3 group join to form a benzo ring fused to ring A, Z is arylalkyl or heteroarylalkyl;

R_1 is (a) $-W-(CH_2)_m-Ar$, or (b) taken together with an R_3 group to form a benzo ring fused to ring A, in which case Z is arylalkyl or heteroarylalkyl;

Ar is aryl or heteroaryl substituted with zero or one R_{11} and zero to two R_{12} groups;

T is CR_5;

W is selected from a bond, -O-, $-NR_{10}-$, and -S-, $-CO_2-$, and $-CH(R_{13})-C(=O)-$;

R_3 is selected from (i) a substituent R_3, wherein each substituent R_3 is individually attached to any available carbon or nitrogen atom of ring A and at each occurrence is selected independently of each other R_3 from halogen, alkyl, substituted alkyl, alkenyl, nitro, cyano, keto (=O), OR_8, NR_8R_9, CO_2R_8, $(C=O)R_8$, $C(=O)NR_8R_9$, $NR_8C(=O)R_9$, $NR_8C(=O)OR_9$, $OC(=O)R_8$, $OC(=O)NR_8R_9$, SR_8, $S(O)_qR_{8a}$, $NR_8SO_2R_9$, $SO_2NR_8R_9$, aryl, heteroaryl, heterocyclo, and cycloalkyl; and/or (ii) one R_3 together with R_1 may join to form a fused benzo ring;

R_5 is hydrogen, halogen, alkyl, alkenyl, hydroxy, nitro, cyano, hydroxy, alkoxy, amino, or alkylamino, or C_{1-4} alkyl optionally substituted with hydroxy, amino, alkylamino, halogen, or cyano;

R_{4a} and R_{4b} are selected independently of each other from the group consisting of hydrogen, halogen, alkyl, nitro, cyano, haloalkyl, and haloalkoxy;

R_8 and R_9 (i) selected independently of each other are hydrogen, alkyl, substituted alkyl, cycloalkyl, aryl, heteroaryl, or heterocyclo; or (ii) taken together form a heterocyclo ring;

R_{8a} is alkyl, substituted alkyl, cycloalkyl, aryl, heteroaryl, or heterocyclo;

R_{11} is hydrogen, halogen, alkyl, hydroxy, alkoxy, amino, alkylamino, haloalkyl, haloalkoxy, nitro, or cyano;

R_{12} is alkyl, substituted alkyl, halogen, haloalkyl, haloalkoxy, nitro, cyano, hydroxy, alkoxy, substituted alkoxy, amino, alkylamino, acyl, alkoxycarbonyl, carbamyl, sulfonyl, or sulfonamide;

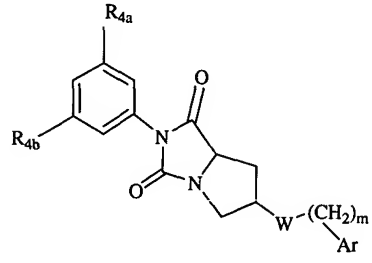
R_{10} and R_{13} are independently hydrogen, alkyl, or substituted alkyl;

m is 0, 1, 2, 3, or 4;

n is 0, 1 or 2; and

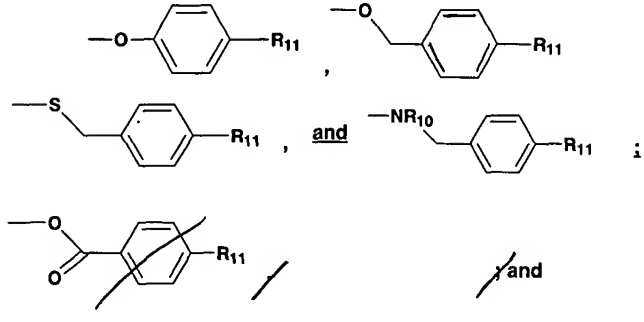
q is 1, 2, or 3.

31 (Amended). A compound according to claim 30 having the formula ,



in which

the groups W-$(CH_2)_m$-Ar taken together are selected from



R_{10} is selected from hydrogen, lower alkyl, and lower alkyl substituted with CO_2H or CO_2alkyl, and R_{11} is selected from hydrogen, bromo, chloro, cyano, and methoxy.

41 (Amended). A method of inhibiting treating a Leukointegrin/ICAM-associated condition disease which comprises administering to a patient in need thereof an effective amount of a compound of claim 23.